

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SHAHAB KARMELY and SK GREENWICH LLC,	:
	:
Plaintiffs,	:
	:
v.	:
	:
EITAN WERTHEIMER, EZRA DAGMI, 443	:
GREENWICH LLC, 443 GREENWICH	:
PARTNERS LLC, W. FAMILY 1 LTD., W-D	:
GROUP (2006) LP, W-D GROUP NY1, LLC, and	:
JOHN DOES 4-10,	:
	:
Defendants.	:
-----	X

Case No. 11-cv-0541 (RPP)
ECF Case

DECLARATION OF BRADLEY R. WILSON

1. I am an attorney at the law firm of Wachtell, Lipton, Rosen & Katz, counsel for defendants.

2. I respectfully submit this declaration pursuant to 28 U.S.C. § 1746 to submit to the Court certain documents that are referenced in the Memorandum of Law in Support of Defendants' Motion to Dismiss the Amended Complaint that is being filed with the Court today.

3. Submitted herewith are true and correct copies of the following:

Exhibit 1: Limited Liability Company Operating Agreement of 443 Greenwich Partners LLC, dated September 7, 2006;

Exhibit 2: Subordination and Intercreditor Agreement, dated September 7, 2006;

Exhibit 3: Mezzanine Loan Agreement, dated September 7, 2006;

Exhibit 4: Promissory Note, dated September 7, 2006;

Exhibit 5: Pledge and Security Agreement, dated September 7, 2006;

- Exhibit 6: Summons and Verified Complaint, dated October 13, 2010, SK Greenwich LLC v. W-D Group (2006) LP, No. 651718/2010 (N.Y. Sup. Ct.);
- Exhibit 7: Notice of Default, dated September 30, 2010;
- Exhibit 8: Notice of Disposition of Collateral, dated October 4, 2010;
- Exhibit 9: Opinion and Order, dated October 21, 2010, SK Greenwich LLC v. W-D Group (2006) LP, No. 10-cv-7846 (RPP) (S.D.N.Y.);
- Exhibit 10: Order, dated October 20, 2010, SK Greenwich LLC v. W-D Group (2006) LP, No. 10-cv-7846 (RPP) (S.D.N.Y.);
- Exhibit 11: Endorsed Letter from Edward S. Bloomberg to The Honorable Robert P. Patterson, Jr., dated October 20, 2010, SK Greenwich LLC v. W-D Group (2006) LP, No. 10-cv-7846 (RPP) (S.D.N.Y.);
- Exhibit 12: Order, dated November 22, 2010, SK Greenwich LLC v. W-D Group (2006) LP, 10-4619-cv (2d Cir.);
- Exhibit 13: Summons With Notice, dated January 14, 2011, Karmely et al. v. Wertheimer et al., No. 650113/11 (N.Y. Sup. Ct.);
- Exhibit 14: Transcript of Hearing, held October 19, 2010, SK Greenwich LLC v. W-D Group (2006) LP, No. 10-cv-7846 (RPP) (S.D.N.Y.);
- Exhibit 15: Unreported cases cited in the Memorandum of Law in Support of Defendants' Motion to Dismiss the Amended Complaint (presented in alphabetical order).

4. I declare under the penalty of perjury that the foregoing is true and correct, based upon my knowledge, information, and belief.

Executed on October 3, 2011
in New York, New York.

/s/ Bradley R. Wilson

Bradley R. Wilson (BW 6409)